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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

THE UNDERSIGNED, as proper persons acting as Incorporators of a corporation for profit under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME OF THE CORPORATION. The name of the Corporation is: A.M. Leasing, Inc.

ARTICLE II

DURATION OF THE CORPORATION. The Corporation shall have perpetual existence.

ARTICLE III

PURPOSE OF THE CORPORATION. The purpose of the Corporation is to carry out all activities permitted by the laws of the United States and this state, and the applicable laws of the localities and jurisdictions in which the Corporation conducts business.

ARTICLE IV

AUTHORIZED STOCK. The directors of the Corporation are authorized to issue ten thousand (10,000) shares of common stock, no par value.

ARTICLE V

START OF BUSINESS. The Corporation will not commence business until at least five hundred (\$500.00) dollars have been received by it as consideration for the issuance of shares.

ARTICLE VI

ADDRESS OF THE CORPORATION. The Corporation's address is 1188 Northeast 47th Street - w24, Oakland Park, FL 33334.

ARTICLE VII

BOARD OF DIRECTORS. The Board of Directors of the Corporation shall consist of two directors. The number of directors may be changed from time to time by the stockholders of the corporation through the adoption of resolutions or by-laws.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS. The names and addresses of the members of the first Board of Directors are:
Arol C. Lora -- 7395 West 15th Avenue, Hialeah, FL 33014
Marwan Saad -- 1188 NE 47th Street -- W24. Oakland Park, FL 33334

ARTICLE IX

CORPORATE OFFICERS. The Board of Directors may name officers who shall be empowered to act on behalf of the Corporation. The officers initially designated are: Arol C. Lora, President; Marwan Saad, Secretary and Treasurer

ARTICLE X

BY LAWS OF THE CORPORATION. The Board of Directors may adopt by-laws, rules and regulations for the purpose of administering the Corporation and the way in which the Corporation operates or carries out its functions, except that any such by-law, rule or regulation cannot act to restrict the rights of the Stockholders.

ARTICLE XI

INCORPORATORS. The incorporators of the Corporation are:

Arol C. Lora -- 7395 West 15th Avenue -- Hialeah, FL 33014
Marwan Saad -- 1188 NE 47th Street, Oakland Pk, FL 33334

ARTICLE XII

REGISTERED AGENT. The name and address of the initial registered agent of the Corporation is:

Arol C. Lora -- 1188 Northeast 47th Street -- w24, Oakland Park, FL 33334.

ARTICLE XIII

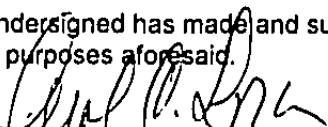
PREEMPTIVE RIGHTS. The stockholders of the corporation shall have preemptive rights over issuance of stock, bonds, or any other corporate security, and any such issuance must be preceded by authorization from the stockholders of record prior to such issuance, and this authorization must be in writing and notarized.

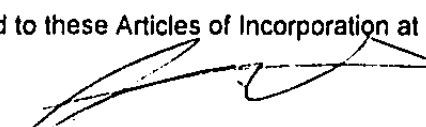
ARTICLE XIV

CHANGES TO THE ARTICLES OF INCORPORATION. These articles may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid.

Signature of the Incorporators:


Arol C. Lora

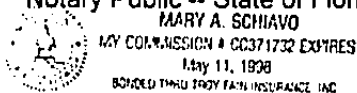

Marwan Saad

NOTARY PUBLIC CERTIFICATION

I HEREBY CERTIFY, that on this day, before me, an officer duly authorized in the State of Florida, County of Dade, to take acknowledgments, personally appeared Marwan Saad and Arol C. Lora, to me well known as the persons described as the incorporators in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

Witness my hand and seal, in the County of ~~Dade~~ ^{Broward}, State of Florida, this ~~9th~~ ^{10th} day of September, 1996


Notary Public -- State of Florida at Large
MARY A. SCHIAVO



**CERTIFICATE OF DESIGNATION OF PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

A.M. Leasing, Inc. , a corporation for profit, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Oakland Park, Florida, County of Broward, State of Florida, has named Arol C. Lora, located at 1188 Northeast 47th Street -- W24, Oakland Park, FL 33334, as its agent to accept services of process within this state.

By:

 September 9, 1996
Marwan Saad, Incorporator and Secretary

ACKNOWLEDGMENT AND ACCEPTANCE

The undersigned, Marwan Saad, having been named to accept service of process for A.M. Leasing, Inc. , a Florida corporation for profit, at 1188 Northeast 47th Street -- w24, Oakland Park, FL 33334, does hereby accept to act in this capacity and agrees to comply with the provisions of Florida Statutes relative to keeping open said office.

By:

 September 9, 1996
Arol C. Lora, Resident Agent